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Robert L. Waldrep, Jr., P.A.

Attorneys-At-Law
116 West Whitner Street
Post Office Box 2367
Anderson, South Carolina 29622

Robert L. Waldrep, Jr.
C. Elizabeth Waldrep

Telephone (864) 224-6341
Facsimile (864) 226-1852

2007-405

June 8, 2007

Julie F. McIntyre, Esquire
SCDHEC
2600 Bull Street
Columbia, South Carolina 29201

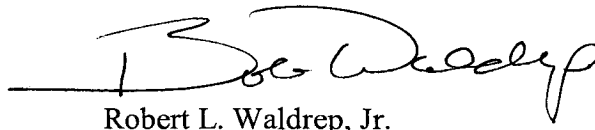
Re: South Carolina Department of Health and Environment Control vs. Shoals
Sewer Company WWTF
06-ALJ-07-0115-CC

Dear Ms. McIntyre:

Enclosed please find a copy of a letter of intent I just received from James S. Eakes, attorney for JACABB Utilities, LLC. It has taken this length of time in order to do a due diligence examination to the satisfaction of the prospective purchaser. As soon as the contract is executed I will forward it to your office for review. Please advise of any particular administrative requirements that you may have in order to perfect this transfer.

Mr. Allen has been undergoing extensive medical procedures and wishes to do everything possible to smoothly effect this transaction.

Yours truly,



Robert L. Waldrep, Jr.

RLWjr.kbh

Enclosures

cc. Fred Allen
R. Lee Proctor
David Butler
✓ Wendy B. Cartledge, Esquire
Charles Terreni, Clerk

ALLEN AND EAKES
ATTORNEYS AT LAW
P.O. BOX 1405
ANDERSON, S. C. 29622

RICHARD K. ALLEN, JR.*
JAMES S. EAKES*

THOMAS ALLEN (1881-1963)
RICHARD K. ALLEN (1921-1982)

* CERTIFIED CIVIL COURT MEDIATOR

TEL (864) 224-1681
114 WEST ORR STREET
ZIP 29625
FAX (864) 231-8411

June 8, 2007
VIA FAX: 226-1852 AND REGULAR MAIL

Mr. Robert L. Waldrep, Esquire
Attorney at Law
Post Office Box 2367
Anderson, South Carolina 29622

**RE: Sale of Assets of the Shoals Wastewater Treatment Plant to
JACABB Utilities, L.L.C.**

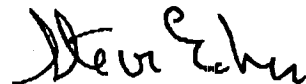
Dear Bob:

I am writing to confirm that my client intends to offer a proposed contract to purchase the assets of the Shoals Wastewater Treatment Plant for a total purchase price of \$42,500.00. After inspecting the facility and reviewing the records, plans, and specifications, there were some concerns. However, after careful consideration, the proposed purchase price will remain \$42,500.00. I will prepare a proposed contract and hopefully, forward it to you next week.

If you have any questions, please call, and with best regards, I remain,

Sincerely yours,

Allen and Eakes



James S. Eakes

JSE/trm

CC: Steve Goldie
(Via Fax: 864-882-0851)